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*Attorneys for the Debtors
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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

In re:

PROSPECT MEDICAL HOLDINGS, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 25-80002 (SGJ)

(Jointly Administered)

**NOTICE OF REJECTION OF EXECUTORY
CONTRACTS AND UNEXPIRED LEASES**

PLEASE TAKE NOTICE that, beginning on January 11, 2025 (the “Petition Date”), Prospect Medical Holdings, Inc., and its debtor affiliates, as debtors and debtors in possession (collectively, the “Debtors”) in the above-captioned chapter 11 cases, each commenced with the United States Bankruptcy Court for the Northern District of Texas (the “Court”) a voluntary case under chapter 11 of title 11 of the United States Code (the “Bankruptcy Code”).

PLEASE TAKE FURTHER NOTICE that, on February 12, 2025, the Court entered an order [Docket No. 605] (the “Rejection Procedures Order”),² approving, among other things, procedures (the “Rejection Procedures”) for the rejection of executory contracts and unexpired leases.

¹ A complete list of each of the Debtors in these chapter 11 cases may be obtained on the website of the Debtors’ claims and noticing agent at <https://omniagentsolutions.com/Prospect>. The Debtors’ mailing address is 3824 Hughes Ave., Culver City, CA 90232.

² Capitalized terms used but not defined herein have the meaning given to them in the Rejection Procedures Order.

PLEASE TAKE FURTHER NOTICE that pursuant to the terms of the Rejection Procedures Order, the Debtors hereby provide notice (this “Notice”) of their intent to reject the below-referenced contracts and leases. Pursuant to the terms of the Rejection Procedures Order, unless a written objection is filed and served in accordance with the terms of the Rejection Procedures Order, the following contracts will be rejected pursuant to section 365(a) of the Bankruptcy Code, effective as of the effective date of rejection set forth below and as more specifically set forth in the applicable Rejection Order (the “Rejection Date”):

**EXECUTORY CONTRACTS
OTHER THAN UNEXPIRED REAL PROPERTY LEASES**

Title / Description of Contract	Counterparty Name and Address	Effective Date of Rejection
Abstraction Agreement between Direct Difference, Inc. and Southern California Healthcare System, Inc. Dated: February 17, 2022	Direct Difference, Inc. 2799 E. Tropicana Ave, Ste H. Las Vegas, NV 89121 Additional Notice: Direct Difference, Inc. 11205 Lebanon Rd, Box 88 Mount Juliet, TN 37122	March 18, 2025
Abstraction Agreement between Direct Difference, Inc. and Alta Los Angeles Hospitals, Inc. Dated: February 17, 2022	Direct Difference, Inc. 2799 E. Tropicana Ave, Ste H. Las Vegas, NV 89121 Additional Notice: Direct Difference, Inc. 11205 Lebanon Rd, Box 88 Mount Juliet, TN 37122	March 18, 2025
Services Agreements relating to “Samba Driver Monitor” between Safety Holdings, Inc. and Prospect Medical Holdings, Inc. Dated: May 02, 2019	Safety Holdings, Inc. DEPT LA 24536 Pasadena, CA 91185 Additional Notice: Safety Holdings, Inc. 100 Sun Ave NE, STE 650 Albuquerque, NM 87109	March 18, 2025
Management Services Agreement between Prospect Medical Holdings, Inc and Atkins Management, LLC Dated: March 18, 2024	Atkins Management, LLC 101 Short Hills, Rd, Suite PH1 West Orange, NJ 07052 Attn: Cory Atkins cory.atkins@atkinscompanies.com	March 18, 2025

PLEASE TAKE FURTHER NOTICE that objections, if any, to this Notice must be filed and served so that such objection is filed with the Court and actually received by the following parties no later than 14 days after the date of service of this Notice (the “Rejection Objection Deadline”): (i) the counter party to the rejected contract or lease (the “Counterparty”), and its counsel, if known, at the last known address available to the Debtors; (ii) with respect to leases, any known third party having an interest in personal property located in or on the leased premises (the “Leased Premises”); (iii) any party known to assert a lien in any property subject to the rejected contract or lease; (iv) the Debtors, Prospect Medical Holdings Inc., 3824 Hughes Ave., Culver City, CA 90232, Attn: Frank Saidara (frank.saidara@pmh.com); (v) counsel to the Debtors, Sidley Austin LLP, 787 Seventh Avenue, New York, NY 10019, Attn: Anne G. Wallace (anne.wallace@sidley.com); Sean M. Nuernberger (sean.nuernberger@sidley.com); and Charlie B. Brownstein (charlie.brownstein@sidley.com); (vi) counsel to the Official Committee of Unsecured Creditors, Paul Hastings LLP, 200 Park Avenue, New York, NY 10166, Attn: Kris Hansen (krishansen@paulhastings.com); Erez Gilad (erezgilad@paulhastings.com); and Gabe Sasson (gabesasson@paulhastings.com); and (vii) Office of the United States Trustee for Region 6, 1100 Commerce Street, Room 976, Dallas, TX 75242, Attn: Elizabeth Young (elizabeth.a.young@usdoj.gov) (collectively, the “Rejection Notice Parties”). Each Objection must state, with specificity, the grounds for objection to the proposed contract or lease rejection or abandonment of personal property remaining on the Leased Premises.

PLEASE TAKE FURTHER NOTICE that if no Objection is filed and served in compliance with the foregoing, the Debtors may submit to the Bankruptcy Court after the Rejection Objection Deadline a proposed order approving the rejection of the contracts and leases set forth in the Notice (the “Rejection Order”), and the Bankruptcy Court may enter such order without a hearing.

PLEASE TAKE FURTHER NOTICE that, pursuant to the terms of the Rejection Procedures Order, if no Objection is properly filed and served in compliance with the foregoing, the rejection of each contract and/or lease shall become effective as of the Rejection Date.

PLEASE TAKE FURTHER NOTICE that, if an Objection to this Notice is properly filed and served in compliance with the foregoing, a hearing will be scheduled to consider the Objection. If the Objection is overruled or withdrawn, the effective date of rejection shall be the (i) Rejection Date; (ii) such other date to which the Debtors and the counterparty to the Objection have agreed; or (iii) such other date as determined by the Court. If an Objection is filed for fewer than all of the contracts and/or leases included on this Notice, the Debtors may proceed with submitting a proposed Rejection Order in accordance with the above procedures for the remaining contracts and/or leases on this Notice.

PLEASE TAKE FURTHER NOTICE that pursuant to the terms of the Rejection Procedures Order, if the Debtors have deposited funds with a Counterparty as a security deposit or pursuant to some other arrangement, such Counterparty may not setoff or otherwise use such deposit without the prior authority of the Court or agreement of the Debtors.

PLEASE TAKE FURTHER NOTICE that pursuant to the terms of the Rejection Procedures Order, any Rejection Order shall be served on the appropriate Counterparties no later than five (5) days after entry of such order.

PLEASE TAKE FURTHER NOTICE that pursuant to the terms of the Rejection Procedures Order, the deadline to file a proof of claim to assert any damages arising from the rejection of a contract or lease shall be the later of: (i) the deadline to file general unsecured proofs of claim fixed by the Court; and (ii) 30 days after the entry of the Rejection Order. If you do not timely file such proof of claim, you shall be forever barred from asserting a claim for rejection damages arising from the rejection of the above-referenced contracts and leases and from participating in any distributions that may be made in connection with these chapter 11 cases unless otherwise ordered by the Court.

PLEASE TAKE FURTHER NOTICE that a copy of all pleadings filed in these chapter 11 cases, including the Rejection Procedures Order, is available for free at <https://omniagentsolutions.com/Prospect> or for a fee via PACER at <https://ecf.txnb.uscourts.gov/>.

Dated: March 18, 2025
Dallas, Texas

/s/ Thomas R. Califano

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Certificate of Service

I certify that on March 18, 2025, I caused a copy of the foregoing document to be served by the Electronic Case Filing System for the United States Bankruptcy Court for the Northern District of Texas.

/s/ Thomas R. Califano

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